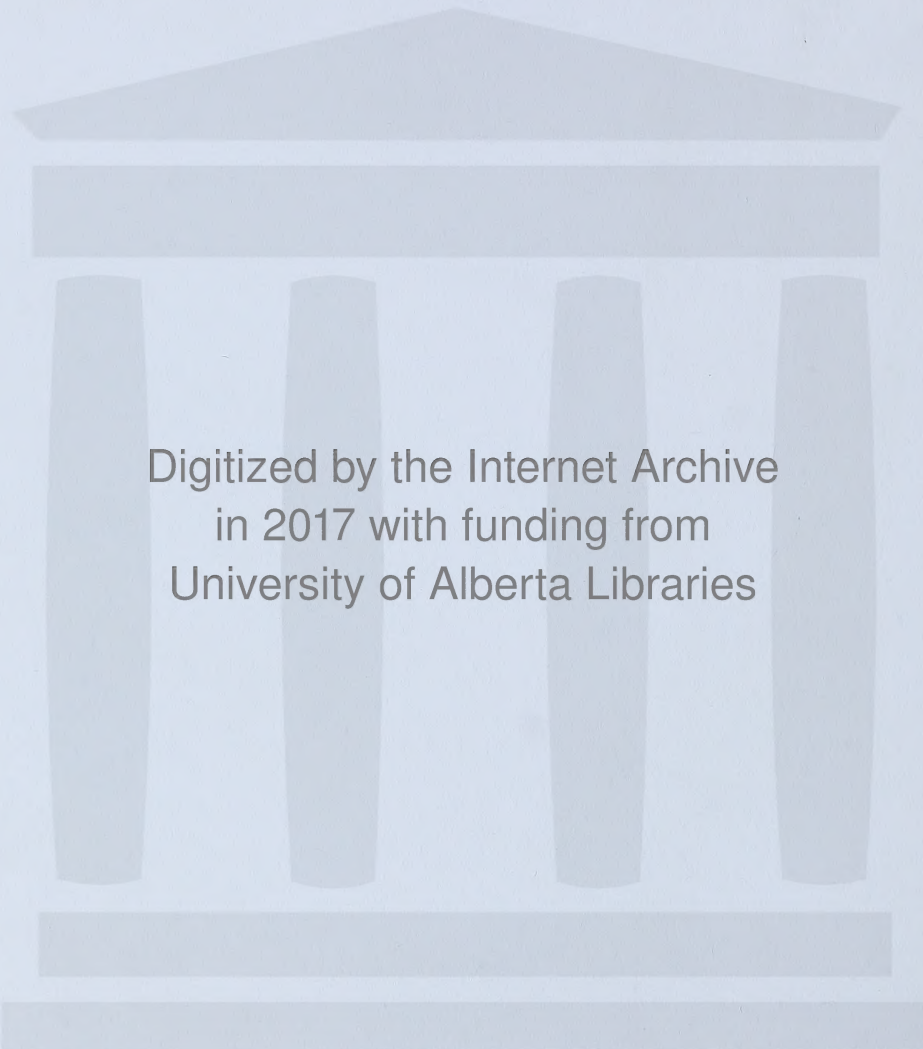


A Guide to the Roles and Responsibilities of Advisory Councillors

Note: This handbook is a guide to ministerial order 110/92, *Policies on Roles and Responsibilities of the Advisory Council and Advisory Councillors of an Improvement District*. It cannot be used as a substitute for the ministerial order governing advisory councils and their operation. For specific information, please refer to the actual ministerial order.



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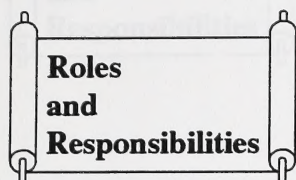


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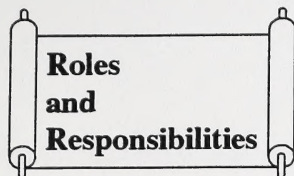
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INTRODUCTION

The *Improvement Districts Act* is the law governing how improvement districts work, but it does not give you any rules on being an advisory councillor.

To give you direction on how to work as a council, the minister adopted the document *Policies on Roles and Responsibilities of the Advisory Council and Advisory Councillors of an Improvement District*, *Policies* for short, as a ministerial order in 1992. Adapted from the Municipal Government Act, the *Policies* have the force of law.

The *Policies* can be difficult to understand at times. This guide makes them more understandable by explaining why the *Policies* are the way they are and how they affect you as a councillor.

Not every detail in the *Policies* is included in this section, so it is not meant to replace them as your rule book on being an advisory councillor. Use this as a guide to the *Policies*, but if you want the official word, look them up. Your improvement district will have copies available for you.

Definitions

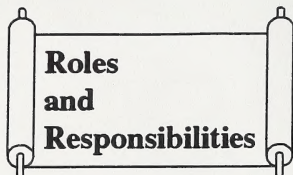
To understand how local government works, there are some commonly used expressions you will need to know. If you have worked with improvement districts or other local organizations before, you will be familiar with these terms. If not, the following definitions will be useful.

In camera

All council meetings must be open to the public (section 30.1). There are times, however, when council must discuss something in private. Personnel matters where it would be unfair to the people involved to have the issue discussed in public is a common example. When this happens, council can meet privately by going in camera to discuss the matter. Council cannot pass resolutions on sensitive matters while in camera. Any decisions on the issue must still be made at a meeting open to the public.

Quorum

A quorum is a majority (50%+1) of councillors making up an entire advisory council. An advisory council meeting must have a quorum present for any council resolutions made to be valid.



THE ADVISORY COUNCIL

Introduction

Trying to do our jobs without knowing what, how, when or where would be difficult if not impossible. Working as an advisory councillor is no different. Yet, the *Improvement Districts Act* doesn't have any rules on how an advisory council should work. This part of the *Policies* gives you a framework of rules to follow as you work as an advisory councillor.

Responsibilities of an Advisory Councillor

Section 3

What exactly does being an advisory councillor and working as an elected representative of the improvement district mean? The *Policies* have some basic guidelines you must follow during your time on council. They are similar to the ideas discussed in the *Advisory Councillors Handbook*, and include some general guidelines.

Being a policy maker

You are a policy maker who must set the overall direction of the improvement district. The policies you set are the overall guidelines for the administration to follow as it does the work of running an improvement district. You must spend a lot of time on council creating new policies and programs or reviewing the current ones to make sure they are still doing what they should.

Considering the entire district

In making policy you must be concerned with the entire district, not just your area. When an issue is discussed, let the other councillors know what matters to your part of the district. It is important for council to consider the needs of your area, but, when it is time to make a decision, you must vote for what is best for the whole district.

Using the manager as your link to the administration

You will need information on the improvement district's programs and services to do your job, and that means working with the administration. As the person responsible for the overall administration of the district, the improvement district manager is your link to the staff. If you need information or have concerns about the administration, contact the manager.

In camera meetings

There will be times when the personal nature of an issue requires council to hold an in-camera meeting. This occurs most often with administration personnel matters. The delicate nature of such an issue means you cannot talk to anyone about the issue until it has been brought forward at a meeting open to the public.

Qualifications of an advisory councillor Section 4

You have qualified for council and been elected under the *Local Authorities Election Act*. What does it take to stay on council?

You must continue to meet the requirements of Section 22 of the *Local Authorities Election Act* to remain on council, and meet the conditions of the *Policies*. You can't be on council if you:

- Become a judge, senator, MP or MLA,
- Become an employee of Alberta Municipal Affairs or Alberta Transportation and Utilities,
- Are convicted of an indictable offence punishable by five or more years in jail,
- Are convicted under the sections of the *Criminal Code of Canada* dealing with corruption related to municipal, provincial and federal officials (Sections 122-125). This includes using money to influence a government official's decision and accepting money to influence a decision, or
- Do not attend a regular council meeting and miss all the following regular meetings for eight weeks, unless council agrees to allow your absence.

Appointment Section 2

Between your election and the first meeting of the advisory council, often called the organizational meeting, you are officially appointed to the advisory council. The *Improvement Districts Act* does not deal with the election of advisory councillors. It simply says councillors may be appointed by the minister. The minister appoints all qualified councillors that are elected.

Term of office

Section 17

Your election was a recommendation by the residents of the improvement district for the minister to appoint you as their advisory councillor. You don't "officially" become a councillor until the minister appoints you, and you take the oath of office. Your appointment is for three years starting with the organizational meeting following your election and ending at the organizational meeting after the next general election.

Oath of office

Section 8

Before starting your term as an advisory councillor you must swear an oath of office as set out in the *Oaths of Office Act*. The oath is a legal commitment to carry out your duties as a councillor according to the law.

Chairperson and deputy chairperson

Sections 5, 6 & 7

Every advisory council must have a chairperson and a deputy chairperson. Running council meetings and acting as the link between council and the improvement district manager are the chairperson's main duties. The deputy takes over in the chairperson's absence. If neither is available, council may appoint a temporary chairperson.

Each year council must elect a chairperson no later than two weeks after the third Monday of October.

Electing a deputy chairperson can be a little different because a deputy does not have to be elected each year. Council decides how often they want to elect a deputy chairperson.

Resolutions

Section 9

Advisory councils make decisions with resolutions. When you vote on a resolution to do something, your council is committing to a course of action. For advisory councils there are two types of resolutions.

Council resolutions

For decisions the minister has given council the authority to make, a resolution is a decision to do something (Section 9.1). An example is when council decides how much money a councillor should receive for time spent attending meetings and the cost of travelling to and from meetings (Section 10). A council resolution goes into effect as soon as council passes the motion.

Recommending
resolutions

For a decision on a matter only the minister has the authority to make, a resolution is a recommendation to the minister to do something (Section 9.2). The wording of a recommending resolution is different because the decision doesn't take effect until it is approved by the minister. An example of this type of resolution is the approval of the district's annual budget.

Resignation

Section 18 & 19

You may resign as a councillor at any time by giving the minister notice of your resignation in writing. Your resignation comes into effect when the minister receives the notice.

The chairperson or deputy chairperson can resign as chairperson or deputy and remain an advisory councillor. This is also done through a written notice to the minister. Unlike the election of a chairperson at the annual organizational meeting, council must recommend a replacement for the minister to appoint.

Vacancies

Section 20

The minister can do one of two things when there is a vacancy on council; call a by-election or leave the position vacant until the next general election. While the final decision is always up to the minister, the *Policies* have guidelines for calling by-elections.

Small councils
(five or fewer councillors)

The minister can call a by-election to fill any vacancies anytime up to the last six months of a council's term. During the last six months, the vacancy is usually left to be filled at the general election.

Medium councils
(six to ten councillors)

During the first two years after a general election, a by-election doesn't have to be called to fill only one vacancy on council. In the last year of a council's term, a by-election doesn't have to be called unless the council has only a quorum or less.

Large councils
(ten or more councillors)

The rules for a medium council apply with one exception. If the minister doesn't call a by-election to fill a vacancy, the number for a quorum changes to one half plus one of the remaining councillors.

Insufficient councillors

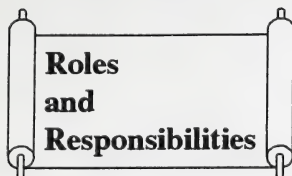
Section 21

NOT ENOUGH COUNCILLORS ARE ELECTED

The minister can appoint people to fill any positions on council not filled in an election.

NO QUORUM BECAUSE OF VACANCIES

If, for whatever reason, there are so many vacancies your council doesn't have a quorum, the minister can declare that the remaining councillors are the quorum until more councillors are officially appointed. This is different than your council not having a quorum because too many councillors have a pecuniary interest in the issue and cannot vote. For information on that subject see page 13.



ADVISORY COUNCIL MEETINGS

Introduction

Until the *Policies* were developed, advisory councils didn't even have basic rules on how meetings should be run. The *Municipal Government Act* was often used as a guideline, but this didn't always work well because the act was designed for incorporated municipalities.

This part of the guide includes rules on running advisory council meetings. Your council may also have detailed procedural rules for running meetings. These work along with the *Policies* to create a solid framework for your council.

Quorum

Section 22

A quorum of council is established so council decisions cannot be made by a small group of councillors acting on their own. Half of the councillors making up the entire council plus one more are required to make a quorum.

Council decisions can only be made at a meeting where there is at least a quorum of councillors. This doesn't mean a quorum of councillors have to vote in favour of the resolution, but they must be at the meeting.

Voting

Section 23

Voting on council resolutions is how your council makes decisions for the improvement district, so the *Policies* are very specific on how voting should take place.

You have to vote

You are on council to make decisions, and that means voting on council resolutions. Unless you are prevented from voting by a pecuniary interest, you have to vote for or against all resolutions taken to a vote. You cannot abstain from voting.

Recorded vote

There are also rules on how a recorded vote, a vote where the manager records in the minutes who voted for or against the resolution, is taken.

Tie votes

When there is a tie vote on a motion, the motion is defeated.

Organizational meetings
Section 25

Your advisory council must hold an organizational meeting every year, no later than the first week in November. The organizational meeting gives your council a chance to clear up some routine duties. These include electing a new chairperson (and possibly a deputy chairperson) and appointing people to the various committees and other bodies associated with council.

Number of meetings
Section 26

It is up to you and council to decide how many meetings are needed to oversee the running of the district. Most councils set a time and place for regular meetings. The decision to hold regular meetings must be done at a meeting with all the councillors present.

The time and place of the regular meetings can be changed at any time. While all the councillors do not have to be at the meeting to change the time, all the councillors and the public must be told of the change.

Special meetings
Section 28

Regular council meetings don't always happen when important business needs your attention. There will be times when a special meeting is required for you to complete your business when needed.

**Called by the
chairperson**

A special meeting is called by the chairperson by giving written notice of the meeting to each councillor or an adult at their home or place of work at least 24 hours before the meeting.

A special meeting is called if the chairperson feels one is needed or a majority of councillors request one.

Written notice

To allow more flexibility in the case of an emergency, a meeting can be held with less than 24 hours notice if two-thirds of the whole council agree to have the meeting. No matter how or when a special meeting is called, there must be a written notice saying what will be discussed at the meeting.

Standing/special
committees

Section 27

Section 27 of the *Policies* gives advisory councils the power to establish standing or special committees. Council can set the number of committee members, who they must be (councillor, staff, ratepayer), and the committee's duties and powers.

Delegation of powers to
a committee

A committee can be responsible for simply looking into an issue and reporting back to council. Committees can play a bigger role in making decisions on issues for council. If council wants a committee to make decisions, council must delegate some of its powers to the committee. Then, if a committee makes a decision delegated to it by council, it is as if the council made the decision itself.

Committee meetings in
private

Section 30.3

A committee of council can exclude the public from a committee meeting if a majority of the committee members feel it is in the public interest to hold a meeting in private. Like an advisory council's in camera session, a decision cannot be passed in a private committee session. Council or the committee must be in an open meeting to pass either a council or recommending resolution.

Meetings by
communications facilities

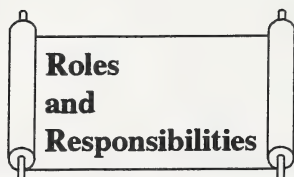
Section 29

Council can hold meetings by some form of communication facilities rather than in person. There are rules set to make sure all councillors can become involved in the meeting and the public can listen to the proceedings.

Meetings held openly

Section 30

All council meetings must be open to the public. Only people who have been expelled from the meeting because of improper conduct have no right to attend the rest of the council meeting.



PECUNIARY INTEREST OF COUNCILLORS

Introduction

Keeping your private business life and your work as an advisory councillor separate can be a difficult task at times. Being elected an advisory councillor puts you in a position of public trust. Your financial affairs must not affect the decisions you make as an advisory councillor. The *Policies* have a number of rules on pecuniary interest meant to help you deal with this sensitive issue.

Note: This discussion of pecuniary interest only mentions advisory councillors to keep things as straightforward as possible. However, Section 11.2 states that the financial interests of your children, your parents, your spouse, and your spouse's parents are the same as your financial interests. Financial interests of your aunts, uncles, brothers and sisters are not considered your financial interests.

What is pecuniary interest?

Generally
Section 11.1

It is something that could financially affect:

- You personally,
- A business (in this case a business which does not have a public offering of shares) where you are a decision-maker (director or officer) or an employee,
- A partnership or firm of which you are a member, or
- A business with public shares where you have 10% or more of the shareholders' voting rights, or are a decision-maker or an employee.

Exceptions
Sections 11.3 and 11.4

It would be almost impossible for you to do your job if there were no exceptions to the rule. The exceptions, listed in Section 11.3, are financial interests you might have:

- Because you are an elector, a taxpayer, a utility customer of the improvement district; or because your financial interest would be the same as a majority of electors in the area affected by the matter, or the interest is so insignificant it couldn't make much of a difference,

- Because you are appointed by the district to a board, a committee or any other body related to the improvement district, or are made a director of company doing business for the district;
- Because you are employed by the federal or provincial government (including crown corporations and other agencies - for example, the Human Rights Commission) unless the matter directly affects the department or agency where you work;
- Because you are a member of a credit union, a co-operative, a non-profit organization created by a federal or provincial act, or a service club. The pecuniary interest rules **do apply** if you are a decision-maker or employee of a credit union or a co-operative;
- Because you are appointed or receive remuneration as a member of a volunteer fire department or other volunteer organization. The conflict of interest rules **do apply** if you are an employee of the volunteer organization.

Contracts and agreements

Section 12

"If a councillor has a pecuniary interest in a contract or agreement with the improvement district, they must resign from council."

While the above rules apply to all financial matters, the legal nature of contracts and agreements needs special rules to protect the improvement district.

The first thing the special rules do is protect the district from the legally binding provisions of a contract or agreement if it turns out a councillor has financial interest in the matter. Section 12.1 says the improvement district does not have to follow the terms and conditions of an agreement or contract if a councillor has a pecuniary interest in the agreement.

This includes contracts directly between the district and a councillor's business and contracts between the district and a business where a councillor is involved in providing goods and services as a sub-contractor.

As always there are exceptions. It is alright for a councillor to have a contract with the improvement district, be a sub-contractor, or provide a contractor with goods or services if the contract is

- For emergency work,
- For the sale of competitively priced goods or services the councillor provides as a normal part of their business, or
- Approved by the advisory council.

A final exception is professional services. A councillor providing professional services as a part of their professional practice to anyone contracting with district doesn't have a pecuniary interest.

If a councillor has a pecuniary interest in a contract or agreement with the improvement district, they must resign from council.

What to do if you feel you have a pecuniary interest

Sections 11.5 and 11.8

The previous section explains you must resign if you have a pecuniary interest in a contract or agreement. If you simply have a pecuniary interest in a matter council is going to discuss and make a decision on, you must:

- Let council know you have a pecuniary interest and tell them what it is.
- Leave the room until council is finished with the matter. Don't talk about it with council as a whole or individual councillors. If you have a right as an elector or property owner to be heard by council, then you may stay in the room and speak as a member of the public.²
- Don't vote on any resolutions relating to the matter.

Disqualification

A councillor who is not eligible to remain on council, whether disqualified under the pecuniary interest rules or no longer qualified to be

²An example of this is the development of land. If council is discussing land use for land you own, it is a pecuniary interest if you could financially benefit from council's decision on the land. If this is the case, you must declare your interest. However, you can stay in the room and keep all the rights of other members of the public because the *Planning Act* allows land owners to discuss with council planning issues affecting their land.

Lack of quorum due to
pecuniary interest

Section 15

on council under Section 4 (see page 3), must resign.

If there is a disagreement and a councillor refuses to resign, council or an elector can either ask the minister to

- Decide whether the person is eligible to be on council, or
- Ask the minister to end the councillor's appointment to the advisory council.

It is possible for so many councillors to have a pecuniary interest in a particular matter, your council doesn't have a quorum to vote on the issue. The minister can do one of three things to help your council with this road block:

- Order that the councillors without a pecuniary interest are a quorum and can vote on this matter,
- Allow all councillors to vote on the matter, whether or not they have a pecuniary interest, or
- Have the improvement district hold a plebiscite on the matter.

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